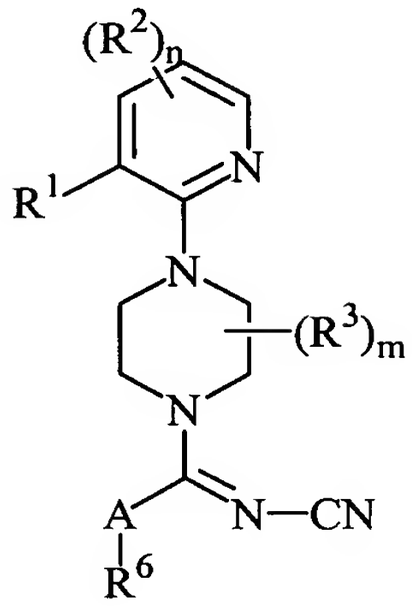
What is claimed is:

1. A compound of formula :



(I)

or a pharmaceutically acceptable salt thereof, wherein

A is $-NR^4-$, $-O-$, or $-S-$;

R^1 is -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl, or $-(C_5-C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$; or

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-$

C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 3; and

m is an integer ranging from 0 to 2.

2. The compound of claim 1, wherein A is -NR^4-.

3. The compound of claim 2, wherein:

n is 0;

m is 0; and

R^6 is phenyl.

4. The compound of claim 3, wherein the R^6 phenyl is unsubstituted.

5. The compound of claim 3, wherein the R^6 phenyl is substituted at the 4-position.

6. The compound of claim 5, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

7. The compound of claim 6, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

8. The compound of claim 6, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

9. The compound of claim 5, wherein the R^6 phenyl is substituted with a -CF_3 group.

10. The compound of claim 3, wherein R^1 is chloro or methyl.

11. The compound of claim 10, wherein the R^6 phenyl is unsubstituted.

12. The compound of claim 10, wherein the R^6 phenyl is substituted at the 4-position.

13. The compound of claim 12, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

14. The compound of claim 13, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

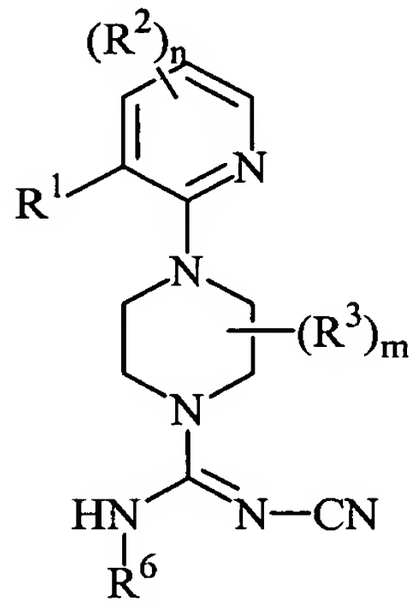
15. The compound of claim 13, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

16. The compound of claim 12, wherein the R^6 phenyl is substituted with a $-CF_3$ group.

17. The compound of claim 1, wherein A is -O-.

18. The compound of claim 1, wherein A is -S-.

19. A compound of formula :



(Ia)

or a pharmaceutically acceptable salts thereof, wherein:

R^1 is -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1\text{-}C_{10})$alkyl, $-(C_2\text{-}C_{10})$alkenyl, $-(C_2\text{-}C_{10})$alkynyl, $-(C_3\text{-}C_{10})$cycloalkyl, $-(C_8\text{-}C_{14})$bicycloalkyl, $-(C_8\text{-}C_{14})$tricycloalkyl, $-(C_5\text{-}C_{10})$cycloalkenyl,$-(C_8\text{-}C_{14})$bicycloalkenyl, $-(C_8\text{-}C_{14})$tricycloalkenyl, $-(C_3\text{-}C_7)$heterocycle, or $-(C_7\text{-}C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl, or $-(C_5\text{-}C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$; or

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

R^6 is:

(a), -naphthyl, -(C_{14})aryl, or -(C_3-C_8)cycloalkyl each of which is unsubstituted or substituted with one or more R^7 groups; or

(b) pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, thiadiazolyl, triazinyl, cinnolinyl, phthalazinyl, or quinazolinyl, each of which is substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

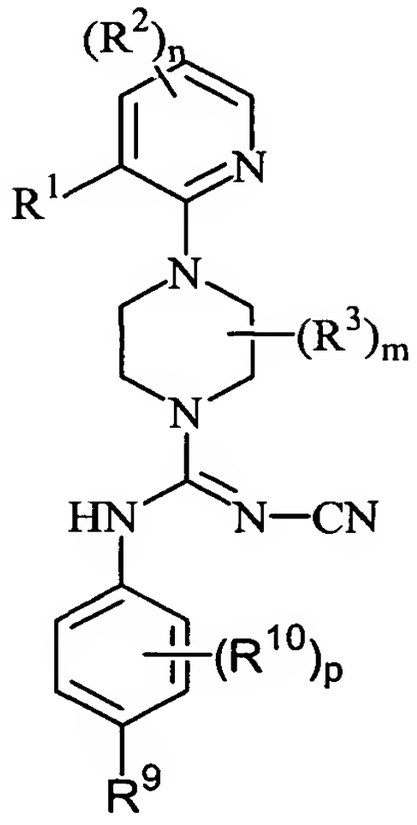
each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 3; and

m is an integer ranging from 0 to 2.

20. The compound of claim 19, wherein R^6 is pyridyl, pyrazinyl, pyrimidinyl, pyridazinyl, or thiadiazolyl.

21. A compound of formula :



(Ib)

or a pharmaceutically acceptable salts thereof, wherein:

R^1 is -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl, or $-(C_5-C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$; or

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-$

C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

each R^7, R^9, and R^{10} is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH(halo)_2$, $-CH_2(halo)$, -CN, -OH, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH_2(halo)$, or $-CH(halo)_2$;

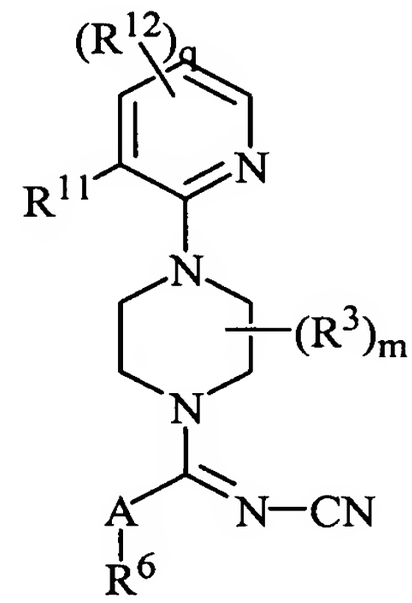
each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 3;

m is an integer ranging from 0 to 2; and

p is an integer ranging from 0 to 4.

22. A compound of formula :



(Ic)

or a pharmaceutically acceptable salts thereof, wherein:

A is $-NR^4$-, -O-, or -S-;

each R^3 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2; or

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

R^{11} is -hydrogen, -halo, -CH_3, -NO_2, -CN, -OH, -OCH_3, -NH_2, -C(halo)$_3$, -CH(halo)$_2$, or -CH_2(halo);

each R^{12} is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

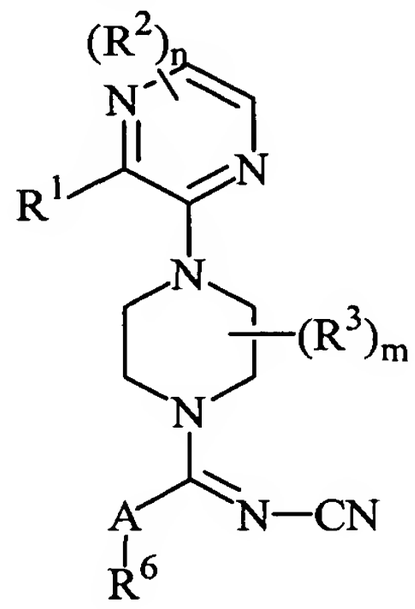
(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl, or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

m is an integer ranging from 0 to 2; and

q is an integer ranging from 0 to 3.

23. A compound of formula :



(II)

and pharmaceutically acceptable salts thereof, wherein:

A is -NR^4-, -O-, or -S-;

R^1 is -halo, -CH_3, -NO_2, -CN, -OH, -OCH_3, -NH_2, -C(halo)$_3$, -CH(halo)$_2$, or -CH_2(halo);

each R^2 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl, or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is hydrogen, -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH_2(halo)$, $-CH(halo)_2$, -CN, -OH, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH_2(halo)$, or $-CH(halo)_2$;

each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 2; and

m is an integer ranging from 0 to 2.

24. The compound of claim 23, wherein A is -NH-.

25. The compound of claim 24, wherein:

n is 0;

m is 0; and

R^6 is phenyl.

26. The compound of claim 25, wherein the R^6 phenyl is unsubstituted.

27. The compound of claim 25, wherein the R^6 phenyl is substituted at the 4-position.

28. The compound of claim 27, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

29. The compound of claim 28, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

30. The compound of claim 28, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

31. The compound of claim 27, wherein the R^6 phenyl is substituted with a -CF_3 group.

32. The compound of claim 25, wherein R^1 is chloro or methyl.

33. The compound of claim 32, wherein the R^6 phenyl is unsubstituted.

34. The compound of claim 32, wherein the R^6 phenyl is substituted at the 4-position.

35. The compound of claim 34, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

36. The compound of claim 35, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

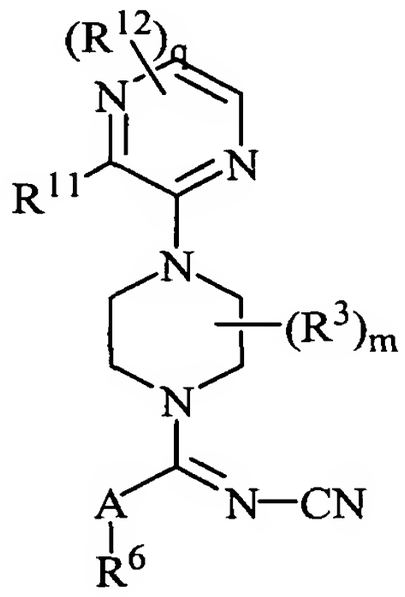
37. The compound of claim 35, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

38. The compound of claim 34, wherein the R^6 phenyl is substituted with a -CF_3 group.

39. The compound of claim 23, wherein A is -O-.

40. The compound of claim 23, wherein A is -S-.

41. A compound of formula :



(IIa)

or a pharmaceutically acceptable salts thereof, wherein:

A is -NR^4-, -O-, or -S-;

each R^3 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is hydrogen, -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH_2(halo)$, $-CH(halo)_2$, -CN, -OH, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH_2(halo)$, or $-CH(halo)_2$;

R^{11} is -hydrogen, -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^{12} is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

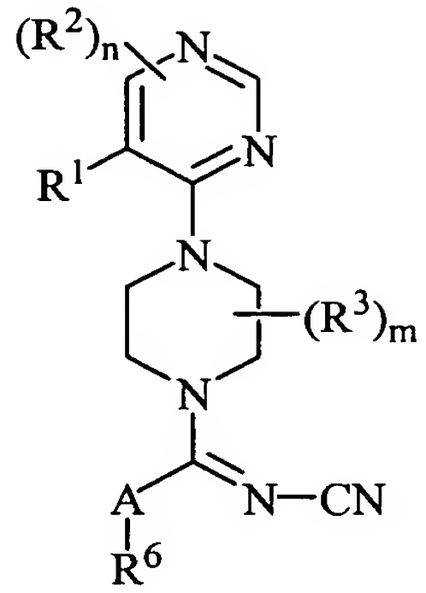
(c) -phenyl, -naphthyl, -(C_{14})aryl, or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups; and

each halo is independently -F, -Cl, -Br or -I;

q is an integer ranging from 0 to 2; and

m is an integer ranging from 0 to 2.

42. A compound of formula :



(III)

or a pharmaceutically acceptable salts thereof, wherein:

A is $-NR^4-$, $-O-$, or $-S-$;

R^1 is -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl, or $-(C_5-C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl or $-(C_5-C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 2; and

m is an integer ranging from 0 to 2.

43. The compound of claim 42, wherein A is -NR^4-.

44. The compound of claim 43, wherein:

n is 0;

m is 0; and

R^6 is phenyl.

45. The compound of claim 44, wherein the R^6 phenyl is unsubstituted.

46. The compound of claim 44, wherein the R^6 phenyl is substituted at the 4-position.

47. The compound of claim 46, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

48. The compound of claim 47, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

49. The compound of claim 47, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

50. The compound of claim 46, wherein the R^6 phenyl is substituted with a -CF_3 group.

51. The compound of claim 44, wherein R^1 is chloro or methyl.

52. The compound of claim 51, wherein the R^6 phenyl is unsubstituted.

53. The compound of claim 51, wherein the R^6 phenyl is substituted at the 4-position.

54. The compound of claim 53, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

55. The compound of claim 54, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

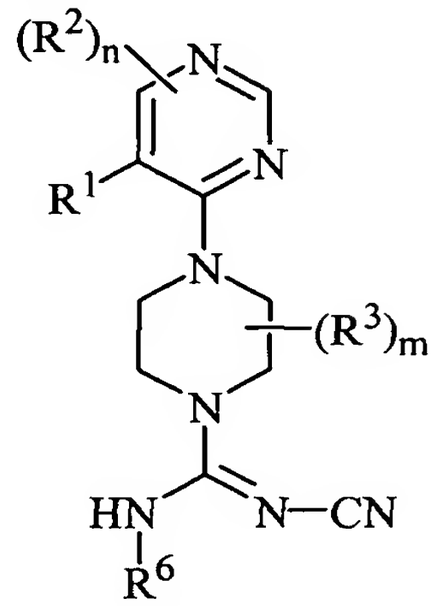
56. The compound of claim 54, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

57. The compound of claim 53, wherein the R^6 phenyl is substituted with a -CF_3 group.

58. The compound of claim 42, wherein A is -O-.

59. The compound of claim 42, wherein A is -S-.

60. A compound of formula :



(IIIa)

or a pharmaceutically acceptable salts thereof, wherein:

R^1 is -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl, or $-(C_5-C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$; or

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -$C(O)OR^8$, -$OC(O)R^8$, -$OC(O)OR^8$, -SR^8, -$S(O)R^8$, or -$S(O)_2R^8$;

R^6 is:

(a), -naphthyl, -(C_{14})aryl, or -(C_3-C_8)cycloalkyl each of which is unsubstituted or substituted with one or more R^7 groups; or

(b) pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, thiadiazolyl, triazinyl, cinnolinyl, phthalazinyl, or quinazolinyl, each of which is substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -$C(O)OR^8$, -$OC(O)R^8$, -$OC(O)OR^8$, -SR^8, -$S(O)R^8$, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

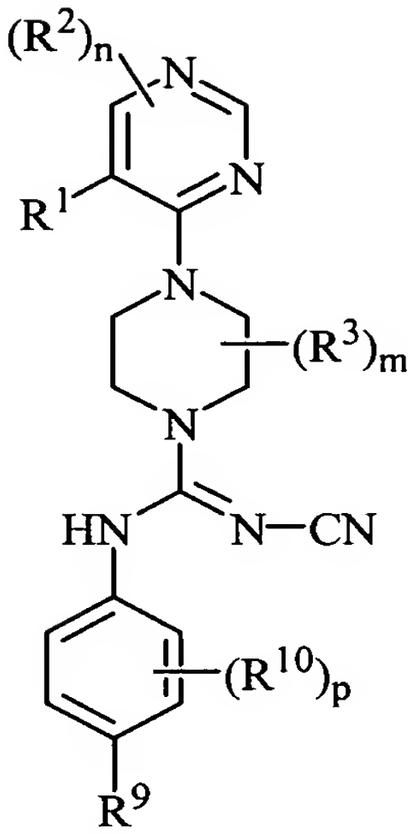
each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 2; and

m is an integer ranging from 0 to 2.

61. The compound of claim 60, wherein R^6 is pyridyl, pyrazinyl, pyrimidinyl, pyridazinyl, or thiadiazolyl.

62. A compound of formula :



(IIIb)

or a pharmaceutically acceptable salts thereof, wherein:

R^1 is -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl, or $-(C_5-C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$; or

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

each R^7, R^9, and R^{10} is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

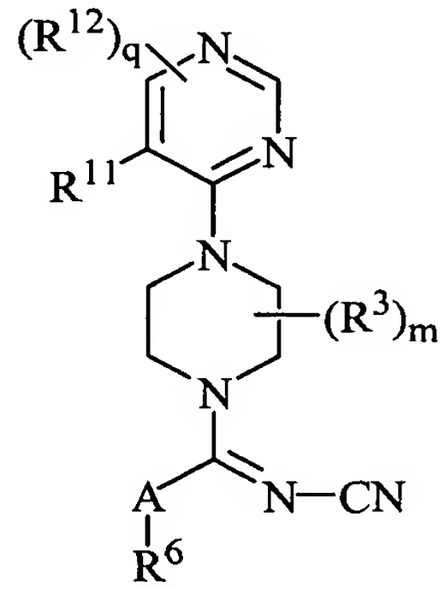
each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 2;

m is an integer ranging from 0 to 2; and

p is an integer ranging from 0 to 4.

63. A compound of formula:



(IIIc)

or a pharmaceutically acceptable salts thereof, wherein:

A is -NR^4-, -O-, or -S-;

each R^3 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -$CH{=}NR^8$, -NR^8OH, -OR^8, -COR^8, -$C(O)OR^8$, -$OC(O)R^8$, -$OC(O)OR^8$, -SR^8, -$S(O)R^8$, or -$S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -$CH{=}NR^8$, -NR^8OH, -OR^8, -COR^8, -$C(O)OR^8$, -$OC(O)R^8$, -$OC(O)OR^8$, -SR^8, -$S(O)R^8$, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

R^{11} is -hydrogen, -halo, -CH_3, -NO_2, -CN, -OH, -OCH_3, -NH_2, -C(halo)$_3$, -CH(halo)$_2$, or -CH_2(halo);

each R^{12} is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

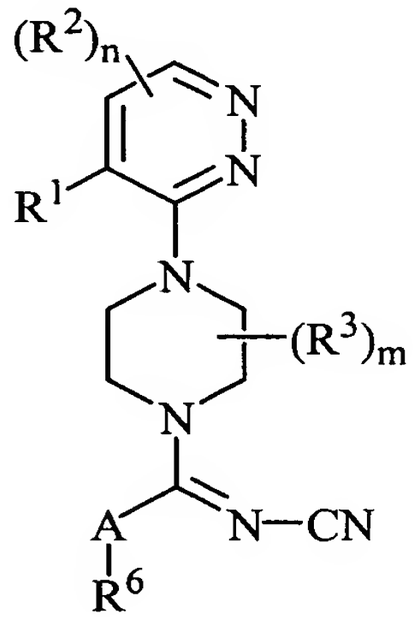
(c) -phenyl, -naphthyl, -(C_{14})aryl, or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each halo is independently -F, -Cl, -Br or -I;

q is an integer ranging from 0 to 2; and

m is an integer ranging from 0 to 2.

64. A compound of formula :



(IV)

or a pharmaceutically acceptable salts thereof, wherein:

A is -NR^4-, -O-, or -S-;

R^1 is -halo, -CH_3, -NO_2, -CN, -OH, -OCH_3, -NH_2, -C(halo)$_3$, -CH(halo)$_2$, or -CH_2(halo);

each R^2 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl, or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is hydrogen, -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH(halo)$_2$, -CH_2(halo), -CN, -OH, -halo, -N_3, -NO_2, -$N(R^8)_2$, -CH=NR^8, -NR^8OH, -OR^8, -COR^8, -C(O)OR^8, -OC(O)R^8, -OC(O)OR^8, -SR^8, -S(O)R^8, or -$S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, -C(halo)$_3$, -CH_2(halo), or -CH(halo)$_2$;

each halo is independently -F, -Cl, -Br or -I;

n is an integer ranging from 0 to 2; and

m is an integer ranging from 0 to 2.

65. The compound of claim 64, wherein A is -NH-.

66. The compound of claim 65, wherein:

n is 0;

m is 0; and

R^6 is phenyl.

67. The compound of claim 66, wherein the R^6 phenyl is unsubstituted.

68. The compound of claim 66, wherein the R^6 phenyl is substituted at the 4-position.

69. The compound of claim 68, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

70. The compound of claim 69, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

71. The compound of claim 69, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

72. The compound of claim 68, wherein the R^6 phenyl is substituted with a -CF_3 group.

73. The compound of claim 66, wherein R^1 is chloro or methyl.

74. The compound of claim 73, wherein the R^6 phenyl is unsubstituted.

75. The compound of claim 73, wherein the R^6 phenyl is substituted at the 4-position.

76. The compound of claim 75, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

77. The compound of claim 76, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

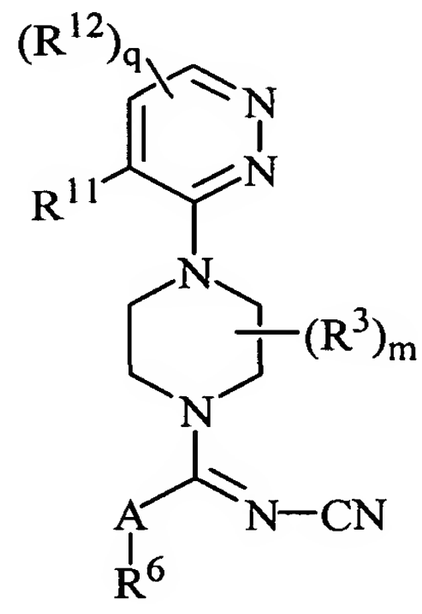
78. The compound of claim 76, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

79. The compound of claim 75, wherein the R^6 phenyl is substituted with a -CF_3 group.

80. The compound of claim 64, wherein A is -O-.

81. The compound of claim 64, wherein A is -S-.

82. A compound of formula :



(IVa)

or a pharmaceutically acceptable salts thereof, wherein:

A is -NR^4-, -O-, or -S-;

each R^3 is independently:

(a) -halo, -CN, -OH, -NO_2, or -NH_2;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is hydrogen, -(C_1-C_6)alkyl, or -O-(C_1-C_6)alkyl;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, -(C_3-C_8)cycloalkyl,-(C_{14})aryl, or -(C_5–C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH(halo)_2$, $-CH_2(halo)$, -CN, -OH, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

each R^8 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(C_3–C_5)heterocycle, $-C(halo)_3$, $-CH_2(halo)$, or $-CH(halo)_2$;

R^{11} is -hydrogen, -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^{12} is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl,-(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(C_3-C_7)heterocycle, or -(C_7-C_{10})bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

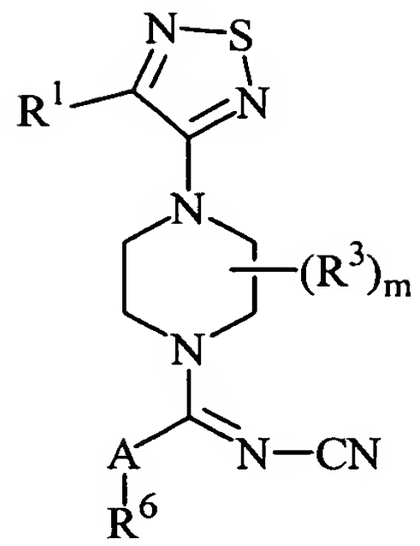
(c) -phenyl, -naphthyl, -(C_{14})aryl, or -(C_5-C_{10})heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each halo is independently -F, -Cl, -Br or -I;

q is an integer ranging from 0 to 2; and

m is an integer ranging from 0 to 2.

83. A compound of formula :



(V)

and pharmaceutically acceptable salts thereof, wherein:

A is $-NR^4-$, $-O-$, or $-S-$;

R^1 is -hydrogen, -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $-C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl,$-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, $-(C_3-C_7)$heterocycle, or $-(C_7-C_{10})$bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl or $-(C_5-C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

R^4 is hydrogen, $-(C_1-C_6)$alkyl, or $-O-(C_1-C_6)$alkyl;

each R^5 is independently -CN, -OH, $-(C_1–C_6)$alkyl, $-(C_2–C_6)$alkenyl, $-(C_2–C_6)$alkenyl, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

R^6 is -phenyl, -naphthyl, $-(C_3-C_8)$cycloalkyl,$-(C_{14})$aryl, or $-(C_5–C_{10})$heteroaryl, each of which is unsubstituted or substituted with one or more R^7 groups;

each R^7 is independently $-(C_1–C_6)$alkyl, $-(C_2–C_6)$alkenyl, $-(C_2–C_6)$alkynyl, $-(C_3–C_8)$cycloalkyl, $-(C_5–C_8)$cycloalkenyl, -phenyl, $-(C_3–C_5)$heterocycle, $-C(halo)_3$,

$-CH_2(halo)$, $-CH(halo)_2$, -CN, -OH, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH=NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

each R^8 is independently -H, $-(C_1–C_6)$alkyl, $-(C_2–C_6)$alkenyl, $-(C_2–C_6)$alkynyl, $-(C_3–C_8)$cycloalkyl, $-(C_5–C_8)$cycloalkenyl, -phenyl, $-(C_3–C_5)$heterocycle, $-C(halo)_3$, $-CH_2(halo)$, or $-CH(halo)_2$;

each halo is independently -F, -Cl, -Br or -I; and

m is an integer ranging from 0 to 2.

The compound of claim 64, wherein A is -NH-.

84. The compound of claim 83, wherein:

m is 0; and

R^6 is phenyl.

85. The compound of claim 84, wherein the R^6 phenyl is unsubstituted.

86. The compound of claim 84, wherein the R^6 phenyl is substituted at the 4-position.

87. The compound of claim 86, wherein the R^6 phenyl is substituted with a $-(C_1-C_6)$ alkyl.

88. The compound of claim 87, wherein the $-(C_1-C_6)$ alkyl is a *tert*-butyl group.

89. The compound of claim 87, wherein the $-(C_1-C_6)$ alkyl is an *iso*-propyl group.

90. The compound of claim 84, wherein the R^6 phenyl is substituted with a $-CF_3$ group.

91. The compound of claim 84, wherein R^1 is chloro or methyl.

92. The compound of claim 91, wherein the R^6 phenyl is unsubstituted.

93. The compound of claim 91, wherein the R^6 phenyl is substituted at the 4-position.

94. The compound of claim 93, wherein the R^6 phenyl is substituted with a -(C_1-C_6) alkyl.

95. The compound of claim 94, wherein the -(C_1-C_6) alkyl is a *tert*-butyl group.

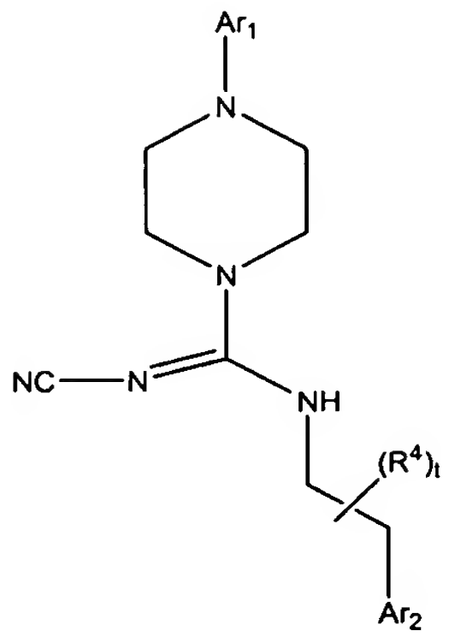
96. The compound of claim 94, wherein the -(C_1-C_6) alkyl is an *iso*-propyl group.

97. The compound of claim 93, wherein the R^6 phenyl is substituted with a -CF_3 group.

98. The compound of claim 83, wherein A is -O-.

99. The compound of claim 83, wherein A is -S-.

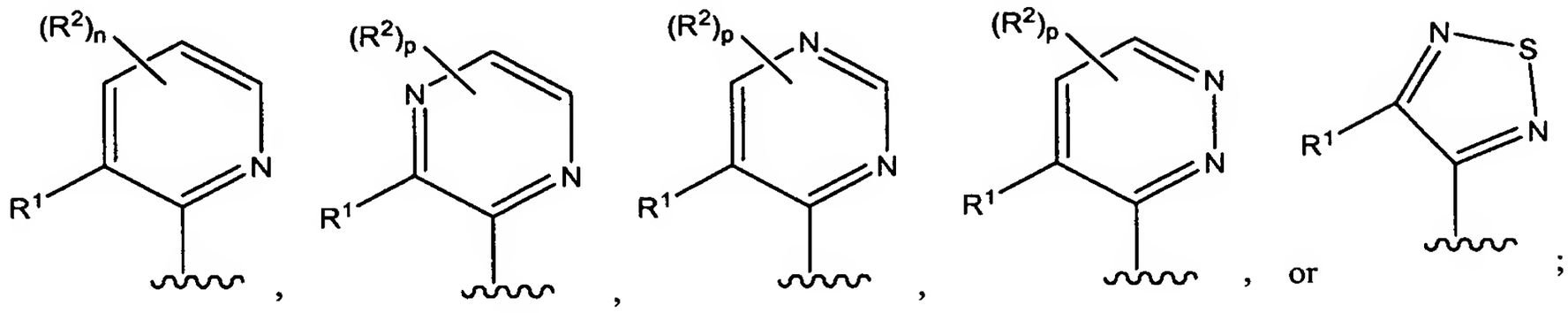
100. A compound of formula:



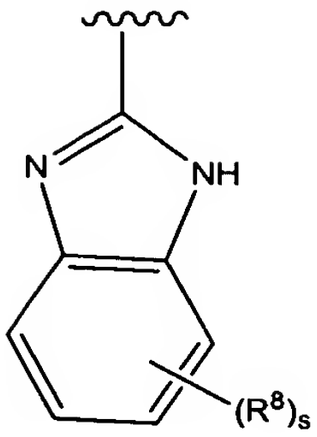
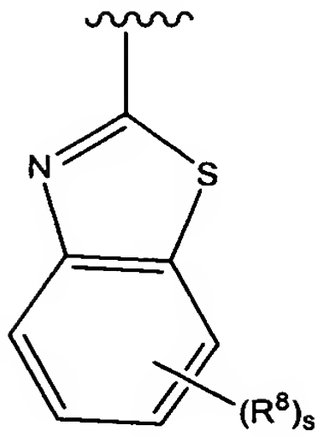
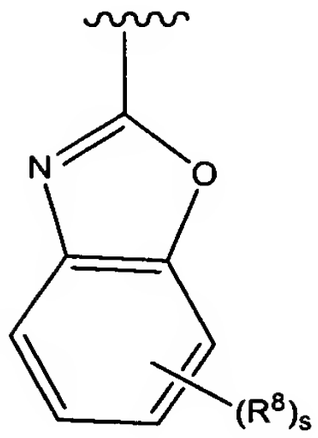
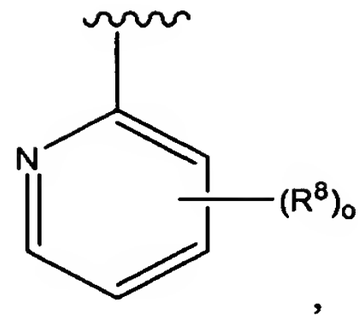
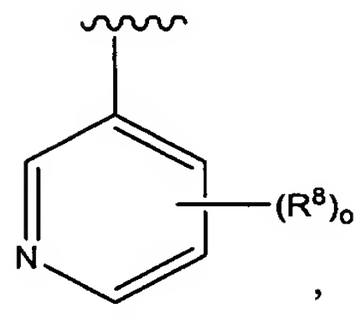
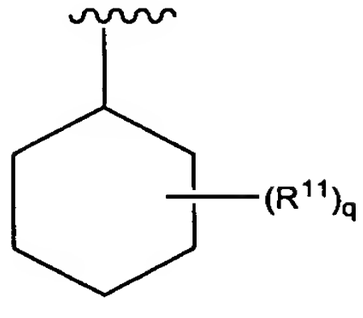
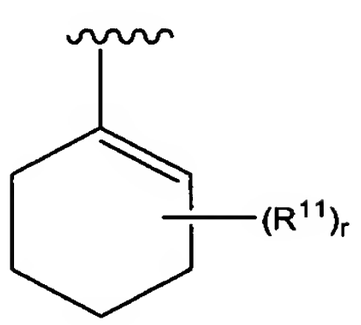
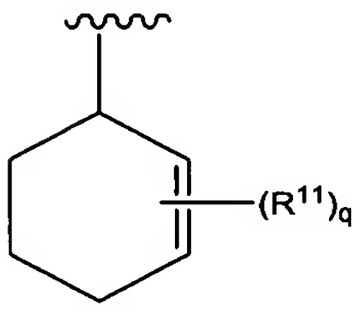
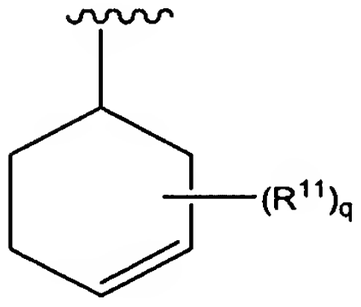
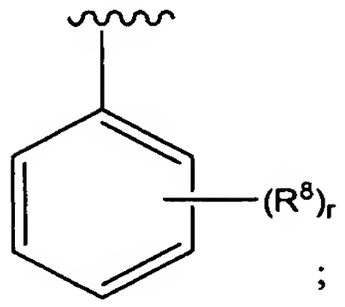
(VI)

or a pharmaceutically acceptable salts thereof, wherein:

Ar_1 is



Ar_2 is

R^1 is -H, -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl, $-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, -(3- to 7-membered)heterocycle, or -(7- to 10-membered)bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl or -(5- to 10-membered)heteroaryl, each of which is unsubstitute or substituted with one or more R_6 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl, -(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(3- to 7-membered)heterocycle, or -(7- to 10-membered)bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(5- to 10-membered) heteroaryl, each of which is unsubstituted or substituted with one or more R^6 groups;

each R^4 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(3- to 5-membered)heterocycle, -$C(halo)_3$, -$CH(halo)_2$, or $CH_2(halo)$;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, $-N_3$, $-NO_2$, $-N(R^8)_2$, $-CH{=}NR^8$, $-NR^8OH$, $-OR^8$, $-COR^8$, $-C(O)OR^8$, $-OC(O)R^8$, $-OC(O)OR^8$, $-SR^8$, $-S(O)R^8$, or $-S(O)_2R^8$;

each R^6 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(3- to 5-membered)heterocycle, $-C(halo)_3$, $-CH(halo)_2$, $-CH_2(halo)$, -CN, -OH, -halo, $-N_3$, $-NO_2$, $-CH{=}NR_7$, $-NR_7OH$, $-OR_7$, $-COR_7$, $-C(O)OR_7$, $-OC(O)R_7$, $-OC(O)OR_7$, $-SR_7$, $-S(O)R_7$, or $-S(O)_2R_7$;

each R^7 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(3- to 5-membered)heterocycle, -$C(halo)_3$, -$CH(halo)_2$, or $CH_2(halo)$;

each R^8 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3-C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, $-C(halo)_3$, $-CH(halo)_2$, $-CH_2(halo)$, -CN, -OH, -halo, $-N_3$, $-NO_2$, $-CH{=}NR_7$, $-NR_7OH$, $-OR_7$, $-COR_7$, $-C(O)OR_7$, $-OC(O)R_7$, $-OC(O)OR_7$, $-SR_7$, $-S(O)R_7$, or $-S(O)_2R_7$;

each R^{11} is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -halo, $-N_3$, $-NO_2$, $-N(R_7)_2$, $-CH{=}NR_7$, $-NR_7OH$, $-OR_7$, $-COR_7$, $-C(O)OR_7$, $-OC(O)R_7$, $-OC(O)OR_7$, $-SR_7$, $-S(O)R_7$, or $-S(O)_2R_7$;

each halo is independently -F, -Cl, -Br, or -I;

m is 0 or 1;

n is an integer ranging from 0 to 3;

o is an integer ranging from 0 to 4;

p is an integer ranging from 0 to 2;

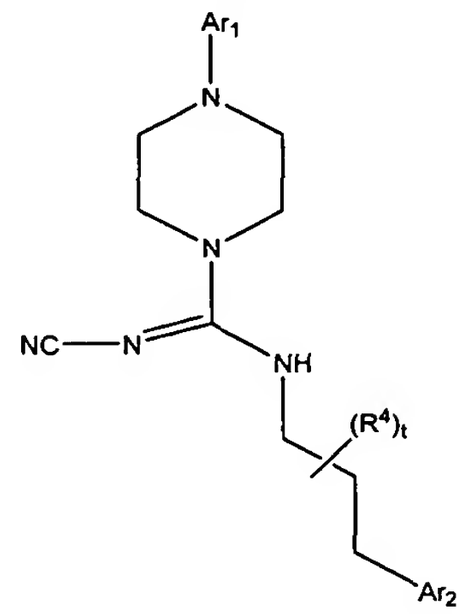
q is an integer ranging from 0 to 6;

r is an integer ranging from 0 to 5;

s is an integer ranging from 0 to 4; and

t is an integer ranging from 0 to 2.

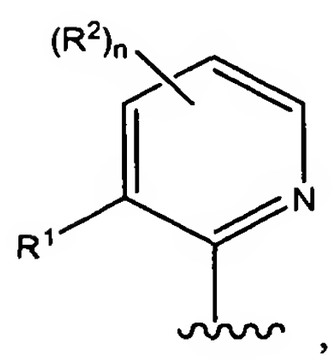
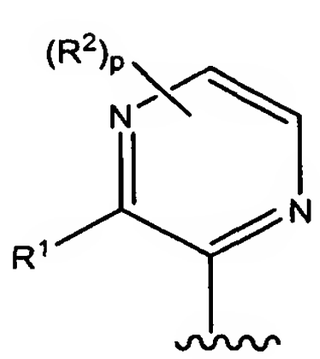
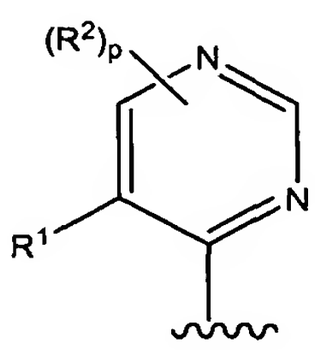
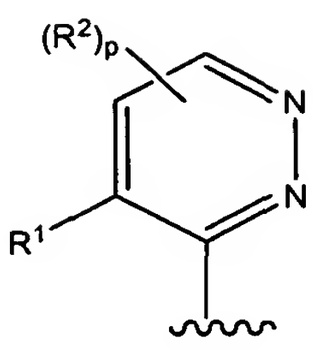
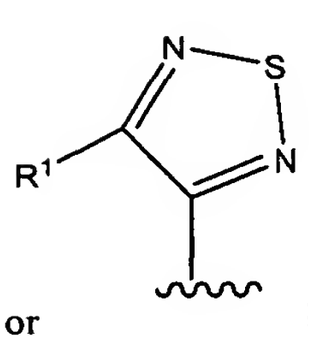
101. A compound of formula:



(VII)

or a pharmaceutically acceptable salts thereof, wherein:

Ar_1 is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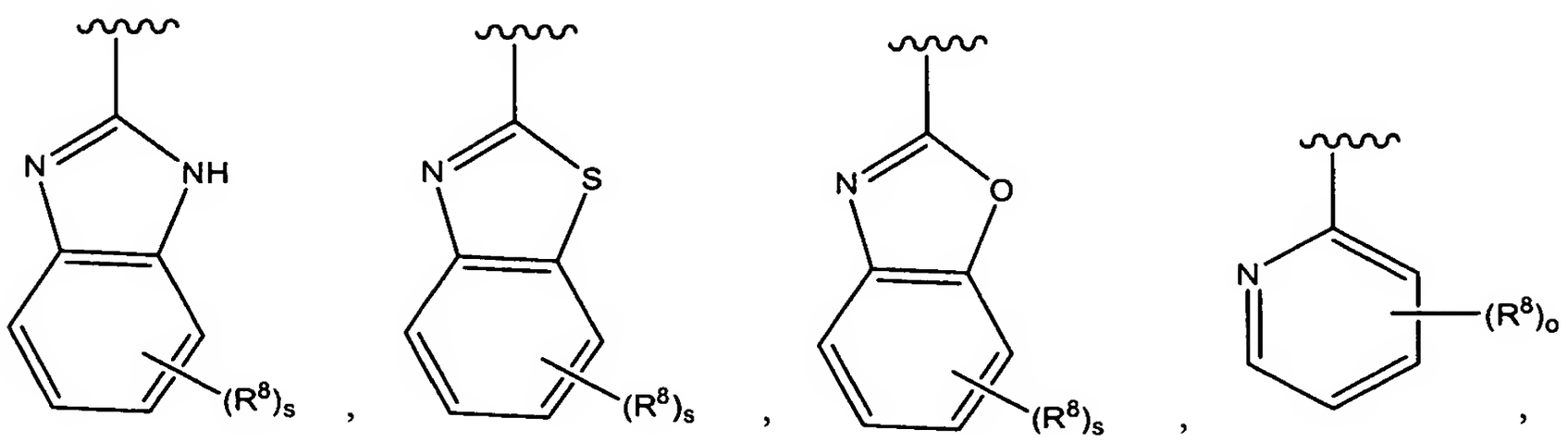

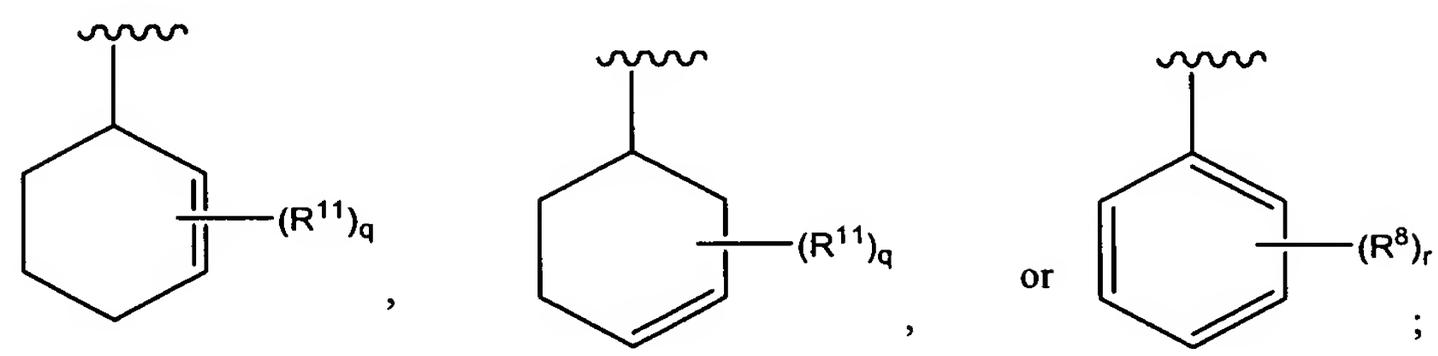

R^1 is -H, -halo, $-CH_3$, $-NO_2$, -CN, -OH, $-OCH_3$, $-NH_2$, $C(halo)_3$, $-CH(halo)_2$, or $-CH_2(halo)$;

each R^2 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) $-(C_1-C_{10})$alkyl, $-(C_2-C_{10})$alkenyl, $-(C_2-C_{10})$alkynyl, $-(C_3-C_{10})$cycloalkyl, $-(C_8-C_{14})$bicycloalkyl, $-(C_8-C_{14})$tricycloalkyl, $-(C_5-C_{10})$cycloalkenyl, $-(C_8-C_{14})$bicycloalkenyl, $-(C_8-C_{14})$tricycloalkenyl, -(3- to 7-membered)heterocycle, or -(7- to 10-membered)bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, $-(C_{14})$aryl or -(5- to 10-membered)heteroaryl, each of which is unsubstitute or substituted with one or more R_6 groups;

each R^3 is independently:

(a) -halo, -CN, -OH, $-NO_2$, or $-NH_2$;

(b) -(C_1-C_{10})alkyl, -(C_2-C_{10})alkenyl, -(C_2-C_{10})alkynyl, -(C_3-C_{10})cycloalkyl, -(C_8-C_{14})bicycloalkyl, -(C_8-C_{14})tricycloalkyl, -(C_5-C_{10})cycloalkenyl, -(C_8-C_{14})bicycloalkenyl, -(C_8-C_{14})tricycloalkenyl, -(3- to 7-membered)heterocycle, or -(7- to 10-membered)bicycloheterocycle, each of which is unsubstituted or substituted with one or more R^5 groups; or

(c) -phenyl, -naphthyl, -(C_{14})aryl or -(5- to 10-membered) heteroaryl, each of which is unsubstituted or substituted with one or more R^6 groups;

each R^4 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(3- to 5-membered)heterocycle, -$C(halo)_3$, -$CH(halo)_2$, or $CH_2(halo)$;

each R^5 is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R^8)_2$, -$CH{=}NR^8$, -NR^8OH, -OR^8, -COR^8, -$C(O)OR^8$, -$OC(O)R^8$, -$OC(O)OR^8$, -SR^8, -$S(O)R^8$, or -$S(O)_2R^8$;

each R^6 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(3- to 5-membered)heterocycle, -$C(halo)_3$, -$CH(halo)_2$, -$CH_2(halo)$, -CN, -OH, -halo, -N_3, -NO_2, -$CH{=}NR_7$, -NR_7OH, -OR_7, -COR_7, -$C(O)OR_7$, -$OC(O)R_7$, -$OC(O)OR_7$, -SR_7, -$S(O)R_7$, or -$S(O)_2R_7$;

each R^7 is independently -H, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3–C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -(3- to 5-membered)heterocycle, -$C(halo)_3$, -$CH(halo)_2$, or $CH_2(halo)$;

each R^8 is independently -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -(C_2–C_6)alkynyl, -(C_3-C_8)cycloalkyl, -(C_5–C_8)cycloalkenyl, -phenyl, -$C(halo)_3$, -$CH(halo)_2$, -$CH_2(halo)$, -CN, -OH, -halo, -N_3, -NO_2, -$CH{=}NR_7$, -NR_7OH, -OR_7, -COR_7, -$C(O)OR_7$, -$OC(O)R_7$, -$OC(O)OR_7$, -SR_7, -$S(O)R_7$, or -$S(O)_2R_7$;

each R^{11} is independently -CN, -OH, -(C_1–C_6)alkyl, -(C_2–C_6)alkenyl, -halo, -N_3, -NO_2, -$N(R_7)_2$, -$CH{=}NR_7$, -NR_7OH, -OR_7, -COR_7, -$C(O)OR_7$, -$OC(O)R_7$, -$OC(O)OR_7$, -SR_7, -$S(O)R_7$, or -$S(O)_2R_7$;

each halo is independently -F, -Cl, -Br, or -I;

m is 0 or 1;

n is an integer ranging from 0 to 3;

o is an integer ranging from 0 to 4;

p is an integer ranging from 0 to 2;

q is an integer ranging from 0 to 6;

r is an integer ranging from 0 to 5;

s is an integer ranging from 0 to 4; and

t is an integer ranging from 0 to 2.

102. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 1 and a pharmaceutically acceptable carrier or excipient.

103. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 19 and a pharmaceutically acceptable carrier or excipient.

104. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 21 and a pharmaceutically acceptable carrier or excipient.

105. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 22 and a pharmaceutically acceptable carrier or excipient.

106. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 23 and a pharmaceutically acceptable carrier or excipient.

107. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 41 and a pharmaceutically acceptable carrier or excipient.

108. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 42 and a pharmaceutically acceptable carrier or excipient.

109. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 60 and a pharmaceutically acceptable carrier or excipient.

110. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 62 and a pharmaceutically acceptable carrier or excipient.

111. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 63 and a pharmaceutically acceptable carrier or excipient.

112. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 64 and a pharmaceutically acceptable carrier or excipient.

113. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 82 and a pharmaceutically acceptable carrier or excipient.

114. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 83 and a pharmaceutically acceptable carrier or excipient.

115. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 100 and a pharmaceutically acceptable carrier or excipient.

116. A composition comprising an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 101 and a pharmaceutically acceptable carrier or excipient.

117. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 1.

118. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 19.

119. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 21.

120. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 22.

121. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 23.

122. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 41.

123. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 42.

124. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 60.

125. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 62.

126. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 63.

127. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 64.

128. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 82.

129. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 83.

130. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 100.

131. A method for treating pain in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 101.

132. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 1.

133. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 19.

134. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 21.

135. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 22.

136. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 23.

137. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 41.

138. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 42.

139. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 60.

140. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 62.

141. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 63.

142. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 64.

143. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 82.

144. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 83.

145. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 100.

146. A method for treating urinary incontinence in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 101.

147. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 1.

148. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 19.

149. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 21.

150. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 22.

151. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 23.

152. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 41.

153. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 42.

154. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 60.

155. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 62.

156. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 63.

157. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 64.

158. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 82.

159. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 83.

160. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 100.

161. A method for treating an ulcer in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 101.

162. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 1.

163. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 19.

164. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 21.

165. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 22.

166. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 23.

167. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 41.

168. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 42.

169. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 60.

170. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 62.

171. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 63.

172. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 64.

173. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 82.

174. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 83.

175. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 100.

176. A method for treating irritable-bowel syndrome in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 101.

177. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 1.

178. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 19.

179. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 21.

180. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 22.

181. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 23.

182. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 41.

183. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 42.

184. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 60.

185. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 62.

186. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 63.

187. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 64.

188. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 82.

189. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 83.

190. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 100.

191. A method for treating inflammatory-bowel disease in an animal, comprising administering to an animal in need thereof an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 101.

192. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 1.

193. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 19.

194. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 21.

195. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 22.

196. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 23.

197. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 41.

198. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 42.

199. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 60.

200. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 62.

201. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 63.

202. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 64.

203. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 82.

204. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 83.

205. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 100.

206. A method for inhibiting VR1 function in a cell, comprising contacting a cell capable of expressing VR1 with an effective amount of the compound or a pharmaceutically acceptable salt of the compound of claim 101.

207. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 1.

208. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 19.

209. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 21.

210. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 22.

211. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 23.

212. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 41.

213. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 42.

214. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 60.

215. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 62.

216. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 63.

217. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 64.

218. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 82.

219. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 83.

220. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 100.

221. A kit comprising a container containing an effective amount of a compound or a pharmaceutically acceptable salt of the compound of claim 101.

222. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 1 and a pharmaceutically acceptable carrier or excipient.

223. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 19 and a pharmaceutically acceptable carrier or excipient.

224. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 21 and a pharmaceutically acceptable carrier or excipient.

225. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 22 and a pharmaceutically acceptable carrier or excipient.

226. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 23 and a pharmaceutically acceptable carrier or excipient.

227. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 41 and a pharmaceutically acceptable carrier or excipient.

228. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 42 and a pharmaceutically acceptable carrier or excipient.

229. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 60 and a pharmaceutically acceptable carrier or excipient.

230. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 62 and a pharmaceutically acceptable carrier or excipient.

231. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 63 and a pharmaceutically acceptable carrier or excipient.

232. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 64 and a pharmaceutically acceptable carrier or excipient.

233. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 82 and a pharmaceutically acceptable carrier or excipient.

234. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 83 and a pharmaceutically acceptable carrier or excipient.

235. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 100 and a pharmaceutically acceptable carrier or excipient.

236. A method for preparing a composition, the method comprising admixing a compound or a pharmaceutically acceptable salt of the compound of claim 101 and a pharmaceutically acceptable carrier or excipient.